

**EXHIBIT F**

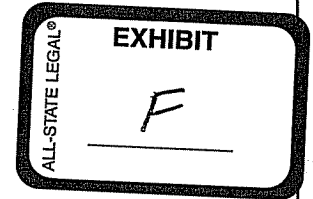
**DEPOSITION TRANSCRIPT  
JOSHUA LOCK, ESQUIRE**

*(Relevant Pages Only)*

**JOSHUA LOCK**  
**June 9, 2009**

**SMITH VS**  
**PRIME CARE**

UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA



RICHARD C. SMITH, :  
PLAINTIFF :  
VS :  
:NO: 1-08-CV-1397  
PRIMECARE MEDICAL, INC., CARL A. :  
HOFFMAN, JR., D.O., THERESA M. :  
HOFFMAN, JOSHUA D. LOCK, MARCY :  
HOFFMAN-SCHLEGEL, FRANK :  
KOMYKOSKI, AND KNIGHTS OF :  
VON DUKE, LTD., :  
DEFENDANTS :

DEPOSITION OF: JOSHUA D. LOCK, ESQUIRE

TAKEN BY: PLAINTIFF

BEFORE: MELISSA FLINN, REPORTER  
NOTARY PUBLIC

DATE: JUNE 9, 2009, 8:03 A.M.

PLACE: CLARK & KREVSKY  
20 ERFORD ROAD, SUITE 300A  
CAMP HILL, PENNSYLVANIA

**JOSHUA LOCK**  
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<p style="text-align: right;">162</p> <p>1 I transmitted the document, so there would have  2 been at least three people present at that meeting,  3 that much I can say.  4 Q But you were handed the document by  5 Dr. Hoffman?  6 A Probably Mr. Crocenzi, when I was down  7 at the law office, but I don't know that with  8 certainty, or he e-mailed it or whatever.  9 Q Did you have any specific instruction  10 from Dr. Hoffman in how to present it to Mr. Smith?  11 A No, no. I was asked to present it to  12 him. I wasn't told how to do it.  13 Q Was there any particular message that  14 you were asked by Dr. Hoffman to communicate to Mr.  15 Smith?  16 A Not that I recall. I do -- and I  17 think not, because there was some flexibility in  18 Dr. Hoffman's position. Mr. Smith said, What about  19 this right here, health care, for example. Health  20 insurance was an issue. And there were one or two  21 other points, not insignificant points, but not as  22 significant as the amount and duration of the  23 payments that were brought up.  24 And I remember those because I said I  25 felt fairly confident that I could satisfy his</p>	<p style="text-align: right;">164</p> <p>1 others, with respect to those. I told him I  2 thought I could probably accommodate his wishes.  3 I specifically remember telling him  4 that as a result of the December 10th letter, that  5 I did not believe that I would be able to increase  6 the amount of the annual payment from what it had  7 been, 120, 130 whatever -- or from 100 rather,  8 which I think was in the agreement. Once again, I  9 don't have the agreement in front of me, so I'm not  10 certain to that other amount.  11 I said, Let it go for a year, it  12 probably won't take that long, you know Carl, he's  13 a soft touch, you can get what you want, just play  14 your cards a little smarter. I don't think I said  15 it that way, quite frankly, but that was the  16 essence of the discussion.  17 Q How long was this meeting?  18 A I don't know. I remember Rick had  19 something to eat, I may have; perhaps half an hour,  20 45 minutes, I don't know. He had to read the --  21 probably closer to 45 minutes.  22 Q Did you have any contact with Rick  23 after the presentation of that agreement?  24 A I can remember a phone call sometime  25 shortly after that. I can't tell you how long</p>
<p style="text-align: right;">163</p> <p>1 wishes with respect to those points.  2 Q I'm sorry to stop you. Are you  3 recounting part of your discussion with Dr. Hoffman  4 prior to presenting the letter to Mr. Smith?  5 A No, Mr. Smith.  6 Q My question really is focused on your  7 discussion with Dr. Hoffman preliminary --  8 A I was --  9 Q Let me finish my question. My  10 question is focused on your discussions with  11 Dr. Hoffman preliminary to presenting the document  12 to Mr. Smith.  13 A I'm sorry, I thought I answered that  14 question. In fact, I'm reasonably certain that I  15 did and I said I wasn't given any instructions, I  16 was told to give him the document.  17 Q Now, you met with him at the Eat'n  18 Park to give him the document.  19 A That's right.  20 Q Describe to me what happened in that  21 meeting.  22 A Well, I thought I just did, but if I  23 didn't, let me repeat myself. He read it; he  24 raised issues with respect to several provisions of  25 the agreement. Some were less important than</p>	<p style="text-align: right;">165</p> <p>1 following that meeting. Mr. Smith was on his way  2 to Pittsburgh to visit with his mother and called  3 from the road and we talked about the status of  4 things at that point.  5 Q What was the discussion?  6 A The only portion of that discussion I  7 remember was an overt threat made by Mr. Smith  8 against Dr. Hoffman, in which Mr. Smith indicated  9 he had sufficient equity in this vacation home to  10 finance any litigation he chose to pursue. It's  11 the first and only time I remember him making a  12 threat.  13 Q What was your response to that?  14 A It just reconfirmed the change of  15 opinion I had after I read that December 10th  16 letter.  17 Q I didn't ask your reaction, I said  18 your response.  19 A I don't know what I responded to it.  20 I doubt that I called him an idiot, but I wouldn't  21 be surprised if I said something close to that.  22 Q Did you tell Dr. Hoffman the content  23 of this discussion?  24 A Well, as the designated intermediary,  25 I felt it behooved me to communicate with each</p>

**JOSHUA LOCK****June 9, 2009****SMITH VS****PRIME CARE**

<p style="text-align: right;">262</p> <p>1 Q The company presumed that the</p> <p>2 allegations were true until they were proven false</p> <p>3 by the review?</p> <p>4 MR. CROCENZI: I'm instructing the</p> <p>5 witness not to answer the question. We're at our</p> <p>6 seven-hour limit and we're going to leave.</p> <p>7 MR. CLARK: If he answers this</p> <p>8 question, it could probably save a lot of heartache</p> <p>9 for you and for me.</p> <p>10 MR. CROCENZI: Are you telling me this</p> <p>11 is the very last question you are going to ask him</p> <p>12 for this deposition?</p> <p>13 MR. CLARK: I'm not promising, but it</p> <p>14 may well be.</p> <p>15 MR. CROCENZI: If you can promise me</p> <p>16 this is the very last question --</p> <p>17 MR. CLARK: I will not make the</p> <p>18 promise.</p> <p>19 MR. CROCENZI: Then we're going to</p> <p>20 leave.</p> <p>21 MR. CLARK: Mike, this is really</p> <p>22 unnecessary.</p> <p>23 MR. CROCENZI: Frank, I've been</p> <p>24 through a lot of depositions with you. You go on</p> <p>25 and on and on. If you can tell me this is the last</p>	<p style="text-align: right;">264</p> <p>1 MR. CROCENZI: What does this have to</p> <p>2 do with the deposition? I'm not going to put it on</p> <p>3 the record. If you want to talk about generalities</p> <p>4 regarding the case, we'll go off the record. If</p> <p>5 you want to talk about this deposition, I'll be</p> <p>6 glad to put it on the record.</p> <p>7 MR. CLARK: Why don't you want to put</p> <p>8 it on the record?</p> <p>9 MR. CROCENZI: Because it's not</p> <p>10 related to the deposition.</p> <p>11 MR. CLARK: When am I going to get the</p> <p>12 confidentiality language?</p> <p>13 MR. CROCENZI: Are we off the record?</p> <p>14 MR. CLARK: I'm not off the record.</p> <p>15 MR. CROCENZI: Then I'm not going to</p> <p>16 answer the question. I'll be glad to talk to you,</p> <p>17 Frank, about a lot of things with this case. There</p> <p>18 are a number of issues that we need to resolve yet.</p> <p>19 But it's unnecessary to do it on the record in</p> <p>20 relation to a deposition of Joshua Lock.</p> <p>21 MR. CLARK: I hear your point. I wish</p> <p>22 I could agree.</p> <p>23 MR. CROCENZI: Okay.</p> <p>24 MR. CLARK: Have a good night.</p> <p>25 (The deposition was concluded at 4:16 p.m.)</p>
<p style="text-align: right;">263</p> <p>1 question, Josh will answer it and we'll walk out.</p> <p>2 MR. CLARK: I can't make that promise,</p> <p>3 but I need to hear the answer first. It may well</p> <p>4 be.</p> <p>5 MR. CROCENZI: I'm sorry. We can get</p> <p>6 Judge Kane to answer it.</p> <p>7 MR. CLARK: You and I still need to</p> <p>8 talk about some discovery stuff.</p> <p>9 MR. CROCENZI: I'm still looking for</p> <p>10 it, like this e-mail I just saw right here</p> <p>11 (indicating.).</p> <p>12 MR. CLARK: I'm going to amend the</p> <p>13 answer, but I need to work out this confidentially</p> <p>14 agreement with you.</p> <p>15 MR. CROCENZI: Yes, I agree.</p> <p>16 MR. CLARK: I'm waiting for language</p> <p>17 from you on that.</p> <p>18 MR. CROCENZI: I know you are. It's</p> <p>19 not a problem. I'll get it to you.</p> <p>20 MR. CLARK: Well, I need this worked</p> <p>21 out by, certainly, tomorrow.</p> <p>22 COURT REPORTER: Do you want this on</p> <p>23 the record?</p> <p>24 MR. CLARK: Yes, I think I do want it</p> <p>25 on the record.</p>	<p style="text-align: right;">265</p> <p>1 STATE OF PENNSYLVANIA : ss.</p> <p>2 COUNTY OF DAUPHIN :</p> <p>3 I, Melissa Flinn, a Reporter-Notary Public</p> <p>4 authorized to administer oaths within and for the</p> <p>5 Commonwealth of Pennsylvania and take depositions</p> <p>6 in the trial of causes, do hereby certify that the</p> <p>7 foregoing is the testimony of JOSHUA D. LOCK,</p> <p>8 ESQUIRE.</p> <p>9 I further certify that before the taking</p> <p>10 of said deposition, the witness was duly sworn;</p> <p>11 that the questions and answers were taken down</p> <p>12 stenographically by the said reporter Melissa</p> <p>13 Flinn, a Reporter approved and agreed to, and</p> <p>14 afterwards reduced to typewriting under the</p> <p>15 direction of the said Reporter.</p> <p>16 I further certify that the proceedings and</p> <p>17 evidence contained fully and accurately in the</p> <p>18 notes by me on the within deposition, and that this</p> <p>19 copy is a correct transcript of the same.</p> <p>20 In testimony whereof, I have hereunto</p> <p>21 subscribed my hand this 20th day of June,</p> <p>22 2009.</p> <p>23 _____</p> <p>24 Melissa Flinn</p> <p>25 My commission expires:</p>

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